

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

SOLAE, LLC,  
a Delaware limited liability company,

Plaintiff,

vs.

HERSHEY CANADA INC.,  
an Ontario, Canada corporation,

Defendant.

Civil Action No. 07-140-JJF

**DECLARATION OF JAMES KUEHL**

1. My name is James Kuehl. I am a Materials Analyst with Hershey Canada Inc. ("Hershey Canada") and I work in Smiths Falls, Ontario. I make this Declaration in support of Hershey Canada's motion to dismiss the Complaint in the above-referenced case.
2. As a Materials Analyst I am responsible for placing and monitoring the orders of various ingredients to be used in the production of chocolate products by Hershey Canada, including soy lecithin. The product that Hershey Canada purchased from Solae, LLC ("Solae") is called IP soy lecithin, or "identity preserved" soy lecithin. Until the incident that forms the basis of this lawsuit, Hershey Canada sourced IP soy lecithin from Solae for use at Hershey Canada's manufacturing facility in Smiths Falls, Ontario.
3. The Solae customer service representatives with whom I have interacted in connection with Hershey Canada's purchase of soy lecithin from Solae were, to the best of my knowledge, based either in Chicago, Illinois or St. Louis, Missouri, but not in Delaware. For example, Laura Titus, the Solae customer service representative to whom I faxed the purchase order corresponding to the Salmonella-tainted shipment, lists a "314" area code for her telephone number, as indicated in Exhibit A to this Declaration. Based on an internet search, I understand that the 314 area code covers the St. Louis, Missouri area, where Solae is headquartered. Solae's current customer service representative for Hershey Canada, Cindy Wright, also lists a "314" area code for her telephone number, as indicated in Exhibit B.
4. To my knowledge, I have never had any interaction with any Solae employee based in or located in Delaware. I have never transacted business on Hershey Canada's behalf in Delaware. To my knowledge, no events relating to this lawsuit occurred in Delaware.
5. In December 2005, Kimberly McLucas of Hershey's Commodities Department in Hershey, Pennsylvania and Solae account manager Laurie Cradick negotiated the 2006 Quantity Contract (#46044618) for Solae's supply of soy lecithin to Hershey.

The Quantity Contract set forth the terms on which Hershey would purchase soy lecithin from Solae. The purchase order at issue under this suit was made pursuant to the 2006 Quantity Contract.

6. Ms. Cradick's emails from the time of negotiation of the Quantity Contract indicate that "414" is the area code for her telephone and fax numbers, as indicated in Exhibit C. Based on an internet search, I understand that the 414 area code covers southeastern Wisconsin. More recently, Ms. Cradick's area code has changed to "262," another area code in southeastern Wisconsin.
7. I was not involved in negotiating Quantity Contract #46044618 but was notified of its existence in a January 10, 2006 email from Kimberly McLucas.
8. At no time have I had the authority to negotiate the contractual terms and conditions for our purchase of soy lecithin. The terms and conditions governing the relationship between Hershey Canada and Solae are entirely within the authority of Kimberly McLucas.
9. I created the purchase order that gave rise to this dispute, PO #4500257993, by converting an automatically-generated "Requisition" in Hershey Canada's SAP ordering system (which had been generated by pulling from the Quantity Contract pursuant to our manufacturing needs at the time) into a formal purchase order to send to Solae.
10. On June 21, 2006, I faxed PO #4500257993 to Laura Titus at (314) 982-1015, another St. Louis-based number. A copy of PO #4500257993 is attached as Exhibit D to this Declaration.
11. On June 23, 2006, I received a single-page return fax from Laura Titus containing Order Confirmation #234910, which recited the quantity, price and delivery terms that had been included in PO #4500257993. As the fax confirmation line at the bottom of the page indicates, only one page was transmitted. I never received the reverse side of Order Confirmation #234910 or the terms and conditions purportedly included therein. I never agreed as part of this order that any disputes over this order would have to take place in Delaware, nor would I have had the authority to make such an agreement. A copy of Order Confirmation #234910 is attached as Exhibit E to this Declaration.
12. Based on email communications with Solae representatives and Solae's shipping documents, my understanding is that the adulterated soy lecithin that Solae shipped pursuant to PO #4500257993 originated in Brazil.
13. According to information provided by Solae representatives, the concentrated soy lecithin left Brazil and was shipped to a Solae plant in Gibson City, Illinois, which is located about 100 miles south of Chicago. The product was then reconstituted at the Gibson City facility and transported by truck to a Smiths Falls warehouse, Wills Warehouse, which is operated by an independent party with whom Hershey Canada does business, Wills Transfer.
14. There is no indication—and I do not believe—that the shipment for PO #4500257993 ever passed through or anywhere near the State of Delaware. The most direct route

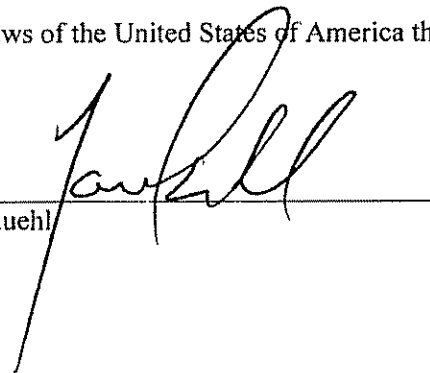
from Gibson City, Illinois would involve passing through Indiana and Michigan and crossing into Canada from Michigan.

15. The shipment for PO #4500257993 was received at Wills Warehouse on September 29, 2006, by a Wills Transfer employee named Keith Chapman. Chapman was responsible for inspecting the shipment for any obvious defects (such as leaking) and completing a Receiving checklist in connection with that inspection. Chapman held the shipment at Wills Warehouse until I sent him a transfer order for the soy lecithin to be delivered to Hershey Canada's Smiths Falls facility for manufacturing.
16. The soy lecithin officially entered Hershey Canada's inventory when it arrived at Wills Warehouse, where Chapman entered it into the SAP system.
17. The documents included in the shipment to Wills Warehouse included a bill of lading, certificate of analysis and delivery note, all appearing to be generated by Solae. True and correct copies of these shipping documents are attached as Exhibit F to this Declaration. None of these documents include the terms and conditions from the reverse side of Solae's Order Confirmation.
18. On October 17, 2006, I faxed a subsequent purchase order, PO #4500314153, to Solae and received Order Confirmation #251428 in return. As with the previous order, Solae sent this order confirmation as a one-page fax that did not include the reverse-side terms and conditions. Due to the discovery of Salmonella contamination in the previous shipment, I cancelled PO# 4500314153 on November 28, 2006 in a phone conversation with Cindy Wright. Hershey Canada never accepted delivery on this order. None of my dealings with Solae concerning PO #4500314153 included people, documents or product located in Delaware.
19. After eight years of working at Hershey Canada, I will be leaving my employment at the company on April 27, 2007. My departure from Hershey Canada is entirely voluntary and bears no relation to this litigation or the events giving rise to it.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on April 17, 2007

James Kuehl

A handwritten signature in black ink, appearing to read 'James Kuehl', is written over a horizontal line. The signature is stylized with a large, looping 'J' and a long, sweeping underline that extends to the left.

**CERTIFICATE OF SERVICE**

I hereby certify that on April 18, 2007, I electronically filed the foregoing with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following and which has also been served as noted:

**BY HAND**

P. Clarkson Collins, Jr.  
Katherine J. Neikirk  
Morris James, LLP  
500 Delaware Avenue, Suite 1500  
Wilmington, Delaware 19899

I further certify that on April 19, 2007, the foregoing document was sent to the following non-registered participants in the manner indicated:

**VIA FEDERAL EXPRESS**

Scott L. Winkelman  
Monica M. Welt  
Crowell & Moring LLP  
1001 Pennsylvania Ave. N.W.  
Washington, D.C. 20004-2595



---

Gregory E. Stuhlman (#4765)  
stuhlman@rlf.com

# EXHIBIT A

Kuehl, James

---

From: LTitus@solae.com  
Sent: Friday, April 28, 2006 7:54 PM  
To: Kuehl, James  
Cc: LCraddock@solae.com  
Subject: Re: PO #4500213861

Hi James,

Revised delivery date of 6/2 has been noted. I will send the revised order confirmation early next week.

I also recieved the new order, 4500233191, and will enter this order and fax the order confirmation as soon as it clears our Credit Department.

Thank you for the new order!

Best Regards,  
Laura

---

Laura Titus  
The Solae Company - "Better Ingredients for Better Living"  
Customer Service  
Toll Free Telephone: 1-866-982-7879  
Local Telephone: 314-982-1203  
Fax: 314-982-1015

"Kuehl, James"  
<JKuehl@hersheys.com>

04/28/2006 01:28  
PM

<LTitus@solae.com>

PO #4500213861

To

cc

Subject

Good afternoon Laura,

Please delay the delivery date of our next load of IP lecithin totes from May 26 to June 2.

Thanks,

James

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## EXHIBIT B



**Kuehl, James**

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**From:** cwright@solae.com  
**Sent:** Tuesday, October 31, 2006 9:12 AM  
**To:** Kuehl, James  
**Cc:** LCradick@solae.com  
**Subject:** Re: Next order of lecithin

Good morning James,

The IP lecithin just got into Chicago yesterday from Brazil. It still needs to go through customs, then be heated and taken to our plant to adjust into finished product. It will be late next week before we will be able to ship, so at this point it does not look like we will be able to deliver any earlier than 11/14 (this is actually a Tuesday). Please note that we do have a 6 to 8 week lead time on this product. The sooner you can get new orders placed the better.

Regards,

Cindy Wright  
Customer Service Representative  
The Solae Company  
Phone: 314-659-3349  
Toll Free: 800-634-0018  
\*\* NEW Fax: 314-659-5730 \*\*  
email: cwright@solae.com

"Kuehl, James" <JKuehl@hersheys.com>

To <cwright@solae.com>, <LCradick@solae.com>

cc

10/30/2006 02:54 PM

Subject: Next order of lecithin

Good afternoon,

Is it possible to move our next order of IP lecithin up from its current delivery date? Right now, it is scheduled to arrive at Wills warehouse on Friday, November 14. I can take it anytime.

Please advise,

**James Kuehl**  
Materials Analyst  
Hershey Canada  
(613) 283-3300x353  
(613) 283-7625 FAX

10/31/2006

email: Jkuehl@hersheys.com

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10/31/2006

## EXHIBIT C

Page 1 of 2

**McLucas, Kimberly**

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**From:** LCradick@solae.com  
**Sent:** Wednesday, December 14, 2005 3:43 PM  
**To:** McLucas, Kimberly  
**Subject:** Fw: revised 2006 quotation

---

Laurie Cradick  
Account Manager - Lecithin Division  
Solae, LLC  
Office phone: 414-427-5067  
Office fax: 414-427-5092

----- Forwarded by Laurie Cradick/PROTEIN on 12/14/2005 02:43 PM -----

Laurie Cradick/PROTEIN

To Kim McLucas

cc

12/05/2005 08:54 PM

Subject Fw: revised 2006 quotation

Kim - Sorry I forgot to include the Dartmouth, Nova Scotia ship to location.

SOLEC 3F-UB-TN, packaged in 450-lb. drums, is \$0 5064/lb. delivered based upon a minimum order quantity of 5,400 lbs. (12 drums).

Best regards,

---

Laurie Cradick  
Account Manager - Lecithin Division  
Solae, LLC  
Office phone: 414-427-5067  
Office fax: 414-427-5092

----- Forwarded by Laurie Cradick/PROTEIN on 12/05/2005 08:49 PM -----

Laurie Cradick/PROTEIN

To Kim McLucas

cc

12/05/2005 08:48 PM

Subject revised 2006 quotation

Kim -

Sorry for the delay in sending this revised quotation:

SOLEC 3F-UB-TN (formerly CENTROL 3F-UB-TN), packaged in bulk tank loads. is \$0 2850/lb. delivered. As in 2005, this bid is for a

11/13/2006

Page 2 of 2

volume award of no more than 1.2 million pounds.

SOLEC 3F-UB-IP/SOLEC 162-US-IP, packaged in 1 metric ton tote containers, is \$1.2565/lb. delivered. This bid is for a volume award of no more than 250,000 pounds.

Payment terms for all products are Net 30 days. Effective dates are January 01, 2006 through December 31, 2006; valid upon acceptance.

I'll be travelling this week, but please feel free to contact me upon review at 414-305-1086 to discuss how you wish to proceed.

Best regards,

Laurie Cradick  
Account Manager - Lecithin Division  
Solae, LLC  
Office phone: 414-427-5067  
Office fax: 414-427-5092

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11/13/2006

## EXHIBIT D

Hershey Canada, Inc.

Purchase Order/Bon d'Achat 4500257993

A Subsidiary of / une filiale de  
The Hershey CompanyPage 1  
Date 06/21/2006

Invoice To/  
cturer à: THE HERSHEY COMPANY  
DISBURSEMENTS DEPARTMENT  
PO BOX 806 - 100 CRYSTAL A DR  
HERSHEY PA 17033-0806

The Purchase order number and product code must appear on all invoices.  
correspondence, packing slips, etc. Packing slip must be included with all shipments.  
Le numéro de bon de commande ainsi que le numéro de produit doivent figurer sur  
toute correspondance, factures, bons de connaissance, etc. Le bon connaissance doit  
être inclus avec tout envoi.

Vendor /  
Fournisseur: 3008099  
THE SOLAE CO LLC  
23091 NETWORK PLACE  
CHICAGO, IL 60673-1217  
USA

## Terms and Conditions on Reverse / Modalités au Verso

Ship To /  
Expédier à: ~~Smiths Falls Plant~~  
~~Hershey Canada, Inc.~~  
1 Hershey Drive  
Smiths Falls ON K9A 4T8

WILLS warehouse  
HWY 15 south  
Smiths Falls, ON.

Appt: (613) 283-5194

Vendor Phone/Tél: 800-348-0960 Fax: 219-423-5591  
Vendor Contact/Représentant: AMY  
Date/Date:

Incoterms/Incoterms: FOB DESTINATION  
Contact: James Kuehl ex353

Phone/Tél: 613 283-3300  
Fax: (613) 283-4844

Vendor Contract/  
Contrat de Fournisseur:  
Terms/Conditions de Paiement: Within 30 days Due net

Currency/Monnaie: USD

Item/Article	Quantity/Quantité	U/M	Stock No./Code de Produit	Description	Price/Prix	Amount/Montant
--------------	-------------------	-----	---------------------------	-------------	------------	----------------

00010	39,682.800	Pound	1-00768-000	Lecithin, Soy, Identity Preserved	125.65	100/LB	49,861.44
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Delivery date: 09/29/2006  
RELEASE AGAINST CONTRACT 46044618  
ITEM ON CONTRACT 00010

(12 x 1000 kg totes)

Material code  
10005325

Material must meet most recent Hershey Foods Corporation specifications.

Our next order.

✓

The above prices on this purchase order excludes the Goods  
and Services Tax (GST) and Quebec Sales Tax (QST)

All correspondence including acknowledgements, quotations  
and invoices must indicate the following:

- 1) Vendor GST and/or QST registration number
- 2) The GST and/or QST item tax status
- 3) The GST and/or QST separately by each line item
- 4) Total GST and/or QST amount of the invoice

Total Amount/Montant Total USD 49,861.44

Dans le prix indiqué ci-dessus dans de bon de commande, la taxe sur  
les produits et services (TPS) et la taxe de vente du Québec (TVQ)  
ne sont pas comprises.

Toute la correspondance, y compris les accusés de réception, le  
propositions de prix et les factures doivent mentionner les  
renseignements suivants:

- 1) Le numéro d'enregistrement du fournisseur pour la TPS et/ou TVQ
- 2) La situation fiscale de l'article en ce qui concerne la TPS et/ou TVQ
- 3) Le montant de la TPS et/ou TVQ séparé pour chaque article de la gamme
- 4) Le montant de la TPS et/ou TVQ pour la facture

Ontario retail sales tax exempt vendor permit No. 1233-6386  
No. 1233-6386 d'exemption de taxe de vente au détail de l'Ontario

Hershey Canada, Inc.

## EXHIBIT E



06/23/2006 11:07 FAX 613 283 4844

HERSHEY CANADA

001/001

*The Solae<sup>3.2</sup>  
Company*

**Order  
Confirmation  
234910**

**Shipping Address**

HERSHEY CANADA, INC.  
C/O WILLS WAREHOUSE  
HWY 15 SOUTH  
SMITH FALLS ON K7A 4T8  
CANADA

**Bill-to Party Address**

HERSHEY CANADA SMITH FALLS PLT  
1 HERSHEY DRIVE  
SMITH FALLS ON K7A 4T8  
CANADA

**Information**

**Document Date** 21 Jun 2006  
**Purchase Order No.** 4500257993  
**Purchase Order Date**  
**Incoterms** FOB Shippoint; Frl PPD/Divd  
**Payment Terms** 30 days from Invoice date  
**Freight Terms** Freight Included in the Price

22 Jun 2006 01:04:24

Page 2 of 2

**Sales Order Details**

Item	Material Description	Conf. Date	Quantity	Net Weight	Gross Weight	Unit Price	Amount
0010	10005325  SOLEC 3F-UB-IP Standard Soy Lecithin Fluid 1,000 KG ST OAGE Cust. Material No.: 1-00768-000	09/29/2006	18 IBC	18,000.000 KG	19,242 KG	2.7701 /KG	49,861.80
						<b>Total Amount USD</b>	<b>49,861.80</b>
Please fax order confirmation James Kuehl at (613) 283-4844.							

Created By: Laura Titus

Shipping Plant: VX07 Gibson City Plant

Price shall be the price in effect on the date of shipment  
Prices reflected in the order confirmation are subject to change.

Please see Attachment 1 - Conditions of Sale on reverse side.

If you have any questions regarding this invoice please contact Financial Services at 1-800-325-7108 extension 3468.

Solae, LLC  
P.O. Box 88940  
St. Louis, Missouri 63188  
(314) 982-1983 Tel (800) 325-7108 Toll Free


Solae, LLC  
1034 Danforth Drive  
St. Louis, Missouri 63102

NO 6137 P 1/1

SOLAE LLC-03

JUN 23 2006 9:40AM

## EXHIBIT F

 <b>HERSHEY CANADA INC.</b>	<b>RECEIVING</b>																																	
PRODUCTION/PROCESS LINE: Receiving Areas      DATE ISSUED: November 29, 2002 FILE I.D. #: RAWI0600.ppt      SUPERSEDING DATE: July 17, 2000 PEP CATEGORY: Safety Control Point      PEP/HACCP DOCUMENT DESCRIPTION: Incoming Ingredient Inspection      TEAM SIGNATURES: <u>[Signature]</u>																																		
TIME OF ARRIVAL <u>11:00 AM</u> DATE <u>SDT 29/06</u> CARRIER <u>CFT</u> TRAILER/RAIL CAR # <u>25327</u> PKG/RAW MAT'L DESCR. <u>SOY-LECITHIN</u> USDA # ITEM NO. <u>100768000</u> SEAL NO. <u>050599</u> IN-HOUSE LOT # _____      DOES SEAL NO. MATCH B/L? YES <input checked="" type="checkbox"/> NO <input type="checkbox"/> SUPPLIER <u>THE SOYBE CO.</u> LOCATION OF UNLOADING <u>unit</u>																																		
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;">'x' is the desired answer</th> <th style="width: 20%;">PRESENT</th> <th style="width: 20%;">ABSENT</th> </tr> </thead> <tbody> <tr> <td>1. SEALS - PRESENT</td> <td style="text-align: center;">x</td> <td></td> </tr> <tr> <td>           A) Ensure seals are intact and present on bulk ingredients and full trailer shipments            B) Ensure attendant equipment including pumps and hoses are clean and sealed         </td> <td style="vertical-align: top;">           Comment   <u>OK</u> </td> <td></td> </tr> <tr> <td>2. STRUCTURE - ABSENT FROM DEFICIENCIES</td> <td></td> <td style="text-align: center;">x</td> </tr> <tr> <td>           A) Ensure that there are no structural deficiencies (leaks, holes, debris, reefer units)            B) Ensure that there are no odours, remains, infestation or cross contamination of nut products         </td> <td style="vertical-align: top;">           Comment   <u>OK</u> </td> <td></td> </tr> <tr> <td>3. CONTENTS - CORRECT INGREDIENT</td> <td style="text-align: center;">x</td> <td></td> </tr> <tr> <td>           A) Confirm cargo with Bill of Lading and review certificate of analysis.            B) Bulk Only - review wash ticket and evaluate the prior load information.         </td> <td style="vertical-align: top;">           Comment   <u>OK</u> </td> <td></td> </tr> <tr> <td>4. MAGNET/SCREEN INSPECTION - APPLICABLE <u>(NON APPLICABLE)</u></td> <td></td> <td></td> </tr> <tr> <td>TANK #: _____</td> <td>YES/NO OR N/A</td> <td>COMMENTS</td> </tr> <tr> <td colspan="3">           Is screen intact and free from tears?            Is screen free from foreign material?            Is magnet intact and working?            Is magnet free from metal with sharp and/or jagged edges?            Are UV lights on and working?         </td> </tr> <tr> <td colspan="3">           (Circle) <u>Accepted</u> / Rejected      Designated: <u>[Signature]</u> </td> </tr> </tbody> </table>		'x' is the desired answer	PRESENT	ABSENT	1. SEALS - PRESENT	x		A) Ensure seals are intact and present on bulk ingredients and full trailer shipments B) Ensure attendant equipment including pumps and hoses are clean and sealed	Comment  <u>OK</u>		2. STRUCTURE - ABSENT FROM DEFICIENCIES		x	A) Ensure that there are no structural deficiencies (leaks, holes, debris, reefer units) B) Ensure that there are no odours, remains, infestation or cross contamination of nut products	Comment  <u>OK</u>		3. CONTENTS - CORRECT INGREDIENT	x		A) Confirm cargo with Bill of Lading and review certificate of analysis. B) Bulk Only - review wash ticket and evaluate the prior load information.	Comment  <u>OK</u>		4. MAGNET/SCREEN INSPECTION - APPLICABLE <u>(NON APPLICABLE)</u>			TANK #: _____	YES/NO OR N/A	COMMENTS	Is screen intact and free from tears? Is screen free from foreign material? Is magnet intact and working? Is magnet free from metal with sharp and/or jagged edges? Are UV lights on and working?			(Circle) <u>Accepted</u> / Rejected      Designated: <u>[Signature]</u>		
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*The Solae<sup>co</sup>  
Company.*

**STRAIGHT BILL OF LADING  
SHORT FORM**

ORDER # 234910  
DELIVERY # 80290104  
SHIPMENT # 0000137157  
Page 1 of 1

RECEIVED, subject to the classification and tariffs in effect on the date of the issue of this Bill of Lading

AT GIBSON CITY, IL

DATE 27 Sep 2006

FROM Solae, LLC

(Mail or street address of Consignee - For purposes of notification only.)  
the property described below, in apparent good order, except as noted (contents and condition of contents of package unknown, marked, consigned, and destined as indicated below, which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination, as on its route, otherwise to deliver to another carrier on the route to said destination. It is mutually agreed, as to each carrier of all or any of said property over all of any portion of said route to destination, and as to each party at any time interested in all or any of said property, that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Official, Southern, Western and Bonds Freight Classification in effect on the date thereof, if this is a rail or rail-water shipment, or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment.  
Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading set forth in the classification or tariff which governs the transportation of this shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns.

CONSIGNEE TO  
HERSHEY CANADA, INC.  
C/O WILLS WAREHOUSE  
HWY 15 SOUTH

DESTINATION  
SMITH FALLS, ON K7A 4T6  
CA

CUSTOMER PO #  
4500257993

FREIGHT TERMS  
FOB Shippoint; Frt. PPD/Divd  
PREPAID

ROUTING  
CFI CONCENTRATE CONTRACT  
4701 E 32ND ST  
JOPLIN, MO - 64803  
TEL: 800-641-4747

DESTINATION PORT

CONTAINER/TRAILER  
25327

SEAL NUMBER  
050599

CONFIRMED DELIVERY DATE  
29 Sep 2006

SAIL DATE

ETA DATE

CUT-OFF DATE

BOOKING NUMBER

VESSEL

SHIP-TO NAME

NO. PKGS.	DESCRIPTION OF ARTICLES, SPECIAL MARKS AND EXCEPTIONS	FREIGHT CLASS	**WEIGHT (SUB TO CONNECTION)
18 IBC	10005325 SOLEC 3F-UB-IP Standard Soy Lecithin Fluid 1,000 KG ST CAGE Cust. Material No.: 1-00768-000  TOTAL WEIGHT 42,421 LB TOTAL WEIGHT 19,242 KG	55	42,421 LB

This shipment is correctly described. Correct weight is lbs. Subject to verification by the Western Weighing and Inspection Bureau in accordance with Agreement No. 4950. Eastern Weighing and Inspection Bureau in accordance with Agreement. Southern Weighing and Inspection Bureau in accordance with Agreement No. 19654. Transcontinental Freight Bureau in accordance with Agreement No. A-3073. (Signers imprint in lieu of stamp, not a part of Bill of Lading approved by the Interstate Commerce Commission).

Foodgrade articles,  
Do not ship with  
chemicals, toxic or  
odorous substance

If the shipment moves between two ports by a carrier by water, the law requires that the bill of lading shall state whether it is "Carrier's or shipper's weight."  
NOTE: Where the rate is dependent on value, shippers are required to state specifically in writing the agreed or declared value of the property, the agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding \$  
Per

Solae, LLC, Shippers

Agent

For SHIPPER/LOAD/CONSIGNEE UNLOAD

For CARRIER INSTRUCTIONS

Solae, LLC  
124 State Route 47  
Gibson City IL 60936

Delivery appt required - call Keith or Mike @ (613) 283-5194 or 613-283-9043. Receiving hours are 8 am to 4:30 pm. Delivery to Will Warehouse, Hwy 15, Smith Falls, Ontario) Driver should cross @ Detroit Windsor Bridge.

Solae, LLC  
P.O. Box 88940  
St. Louis, Missouri 63188  
(314) 982-1983 Tel (800) 325-7108 Toll Free

Solae, LLC  
1034 Danforth Drive  
St. Louis, Missouri 63102

In Case of Transportation Emergency or Product Spill Contact CHEMTREC 1-800-424-9300 & the Shipper of the Materials.

**WE APPRECIATE YOUR BUSINESS!**

*The Solae<sup>®</sup>*  
Company

Page 1 of 1  
Date: 26 Sep 2006

# CERTIFICATE OF ANALYSIS

## Ship To:

HERSHEY CANADA, INC.  
C/O WILLS WAREHOUSE  
HWY 15 SOUTH  
SMITH FALLS ON K7A 4T6  
CANADA

## Shipped From:

Gibson City Plant  
Solae, LLC  
124 State Route 47  
Gibson City IL 60938

## Material:

10005325  
SOLEC 3F-UB-IP  
Standard Soy Lecithin Fluid  
1,000 KG ST CAGE  
1-00768-000

## Order / Item Delivery / Item

234910 / 000010  
80280104 / 900001

## Batch / Quantity

F430000208 / 1,000 KG  
Date of Manufacture: 28 Nov 2005

## P.O. No:

4500257993

## Characteristic

## Value

Acetone Insolubles	64.0 %
Acid Value	28.0 mg/g
Color, Gardner	16.6
Hexane Insoluble	0.01 %
Karl Fischer Moisture	0.80 %
Viscosity	10000.0 CPOISE
Best Before	28 May 2007

Quality Manager:  
Carl Sayre



The results certified above are based upon Standard Methods and may be derived from either actual laboratory analyses, rapid measurement technology, statistically defined sampling plan results, or through correlation studies. Solae, LLC guarantees the product you receive meets the qualities certified.

*The Solae<sup>®</sup>  
Company*

Page 1 of 1  
Date: 26 Sep 2008

CERTIFICATE OF ANALYSIS

*in floor*

**Ship To:**  
HERSHEY CANADA, INC.  
C/O WILLS WAREHOUSE  
HWY 15 SOUTH  
SMITH FALLS ON K7A 4T6  
CANADA

**Shipped From:**  
Gibson City Plant  
Solae, LLC  
124 State Route 47  
Gibson City IL 60938

**Material:**  
10005325  
SOLEC 3F-UB-IP  
Standard Soy Lecithin Fluid  
1,000 KG ST CAGE  
1-00768-000

**Order / Item  
Delivery / Item**  
234910 / 000010  
80290104 / 900002

**Batch / Quantity**  
F430000236 / 17,000 KG  
Date of Manufacture: 24 Jun 2006

**P.O. No.**  
4500257993

Characteristic	Value
Acetone Insolubles	63.0 %
Acid Value	26.0 mg/g
Color, Gardner	16.7
Hexane Insoluble	0.00 %
Karl Fischer Moisture	0.40 %
Viscosity	5950.0 CPOISE
Best Before	24 Dec 2007

Quality Manager:  
Carl Sayre



The results certified above are based upon Standard Methods and may be derived from either actual laboratory analyses, rapid measurement technology, statistically defined sampling plan results, or through correlation studies. Solae, LLC guarantees the product you receive meets the qualities certified.



## RECEIVING REPORT

09168

Wills TRANSFER Limited

## SMITHS FALLS

## Head Office:

P.O. Box 340 Hwy. 15

Smiths Falls, Ontario K7A 4T2

(613) 283-0225 Fax (613) 283-9805

DATE:

SEPT 29/06

Accepted By: WING WASE.SMITHS FALLS

RECEIVED FROM <u>THE SOLAR CO.</u>		CARRIER <u>C.F.I.</u>		PRO NUMBER <u>PO # 4500257993</u>	
D/L NUMBER <u>234910</u>		TRAILER NUMBER <u>25327</u>			
QUANTITY	ITEM	CODE	DESCRIPTION	UNIT PRICE	EXTENSION
<u>18 TOTALS</u>		<u>100768000</u>	<u>SOY - HEALTHY</u>		
			<u>18 TOTALS * 2204.6165</u>		
<u>18 TOTALS</u>					

THE GOODS LISTED WERE RECEIVED IN APPARENT GOOD ORDER EXCEPT AS NOTED. (CONTENTS, CONDITIONS, QUALITY AND VALUE UNKNOWN) SUBJECT TO ALL TERMS AND CONDITIONS ON REVERSE. THE ORDER AGREES THAT WILLS TRANSFER SHALL HAVE A LIEN ON THE GOODS OF THE OWNER AS PROVIDED FOR IN THE WAREHOUSEMAN'S LIEN ACT (ONTARIO) OR ANY OTHER SIMILAR LEGISLATION IN EFFECT IN CANADA FROM TIME TO TIME FOR ALL THE CHARGES FOR WHICH THE OWNER IS RESPONSIBLE IN ACCORDANCE WITH THE TERMS OF THIS WAREHOUSE RECEIPT.

NOTE: THE MERCHANDISE COVERED BY THIS DOCUMENT IS NOT INSURED BY WILLS TRANSFER. THIS CONTRACT CONTAINS A LIMITATION OF LIABILITY PROVISION (SEE TERMS AND CONDITIONS ON REVERSE SIDE).

IMPORTANT  
TO PREVENT FURTHER LOSS, DETERIORATION OR POSSIBLE CONTAMINATION TO OTHER GOODS IN OUR WAREHOUSE YOU ARE URGENTLY REQUESTED TO ISSUE DISPOSAL INSTRUCTIONS FOR ALL DAMAGED MATERIAL LISTED ON THIS DOCUMENT.



*The Solae<sup>LLC</sup>  
Company*

**Delivery Note**  
**80290104**

### Shipping Address

HERSHEY CANADA, INC.  
C/O WILLS WAREHOUSE  
HWY 15 SOUTH  
SMITH FALLS ON K7A 4T6  
CANADA

### Billing Address

HERSHEY CANADA SMITH FALLS PLT  
1 HERSHEY DRIVE  
SMITH FALLS ON K7A 4T6  
CANADA

### Information

Document Date 27 Sep 2006  
Delivery Date 29 Sep 2006  
Sales Order Number 234910  
Customer Number 55188098  
Purchase Order No. 4500257993  
Purchase Order Date  
Incoterms FOB Shippoint; Frt. PPD/Dlvd

Pro Number  
Total Net Weight 18,000.000 KG  
Total Gross Weight 19,242.000 KG

1 of 1

6XX1

### Shipping Details

Item	Material Description	Quantity	Net Weight
0010	10005325 SOLEC 3F-UB-IP Standard Soy Lecithin Fluid 1,000 KG ST CAGE Customer material number 1-00768-000 F430000208 F430000236  Container/Truck Nbr:  25327  Seal Nbr:  050599	1 IBC 17 IBC	17,000 KG

Solae, LLC  
P.O. Box 88940  
St. Louis, Missouri 63188  
(314) 982-1983 Tel (800) 325-7108 Toll Free

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1034 Danforth Drive  
St. Louis, Missouri 63102